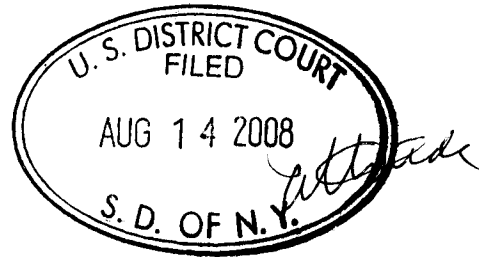


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK



In re:

DELTA AIR LINES, INC., et al.,

Debtors.

Chapter 11
Case No. 05-17923 (ASH)
(Jointly Administered)

BELL ATLANTIC TRICON LEASING
CORPORATION and VERIZON CAPITAL
CORP.,

Appellants,

- against -

DELTA AIR LINES, INC. and POST-EFFECTIVE
DATE COMMITTEE OF DELTA AIR LINES,
INC.,

Appellees.

08 Civ. 6879 (RMB)

**MOTION TO ADMIT
BENJAMIN C. ACKERLY AS
COUNSEL *PRO HAC VICE***

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Scott H. Bernstein a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of

Applicant's Name: Benjamin C. Ackerly
Firm Name: Hunton & Williams LLP
Address: Riverfront Plaza, East Tower, 951 East Byrd Street
City/State/Zip: Richmond, Virginia 23219-4074
Phone Number: (804) 788-8479
Fax Number: (804) 788-8218

Benjamin C. Ackerly is a member in good standing of the bar of the Commonwealth of Virginia (admitted in June 1968). Annexed hereto as Exhibit 1 is a Certificate of Good Standing issued by the Virginia State Bar.

AUG 14 2008

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There are no pending disciplinary proceedings against Benjamin C. Ackerly in any State or Federal court.

Dated: August 13, 2008
City, State: New York, New York

Respectfully submitted,



Scott H. Bernstein
SDNY Bar Code: SB-8966
Firm Name: Hunton & Williams LLP
Address: 200 Park Avenue, 53rd Floor
City/State/Zip: New York, New York 10166
Phone Number: (212) 309-1000
Fax Number: (212) 309-1100

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X		
In re:	:	
	:	
DELTA AIR LINES, INC., et al.,	:	Chapter 11
	:	Case No. 05-17923 (ASH)
Debtors.	:	(Jointly Administered)
	:	
-----X		
BELL ATLANTIC TRICON LEASING	:	
CORPORATION and VERIZON CAPITAL	:	
CORP.,	:	08 Civ. 6879 (RMB)
	:	
Appellants,	:	AFFIDAVIT OF
	:	SCOTT H. BERNSTEIN
- against -	:	IN SUPPORT OF MOTION
	:	TO ADMIT BENJAMIN
DELTA AIR LINES, INC. and POST-EFFECTIVE:	:	C. ACKERLY AS
DATE COMMITTEE OF DELTA AIR LINES,	:	COUNSEL <i>PRO HAC VICE</i>
INC.,	:	
	:	
Appellees.	:	
-----X		

State of New York)
) ss:
County of New York)

Scott H. Bernstein, being duly sworn, hereby deposes and says as follows:

1. I am an associate at Hunton & Williams LLP, counsel for Appellants in the above-captioned appeal. I am familiar with the proceedings in this case. I make this affidavit based on my personal knowledge of the facts set forth herein and in support of Appellants' motion to admit Benjamin C. Ackerly as counsel *pro hac vice* to represent Appellants in this matter.
2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law on January 22, 2003. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known Benjamin C. Ackerly since May of 2007.

4. Benjamin C. Ackerly is a partner at Hunton & Williams LLP and his office is located in Richmond, Virginia.
5. I have found Mr. Ackerly to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Civil Procedure.
6. Accordingly, I am pleased to move the admission of Benjamin C. Ackerly, *pro hac vice*.
7. I respectfully submit a proposed order granting the admission of Benjamin C. Ackerly, *pro hac vice* which is attached hereto as Exhibit A.

WHEREFORE it is respectfully requested that the motion to admit Benjamin C. Ackerly, *pro hac vice*, to represent Appellants in the above-captioned matter, be granted.

Dated: August 13, 2008
City, State: New York, New York

Respectfully submitted,



Name of Movant: Scott H. Bernstein
SDNY Bar Code: SB-8966

Sworn to before me this
13th day of August, 2008



Notary Public

CONSTANCE ANDONIAN
Notary Public, State of New York
No. 01AN4960360
Qualified in Westchester County
Commission Expires December 26, 2011





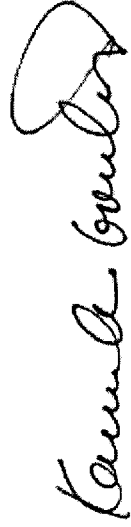
VIRGINIA STATE BAR

CERTIFICATE OF GOOD STANDING

*This is to certify that **BENJAMIN C. ACKERLY** is an active member of the Virginia State Bar in good standing.*

***MR. ACKERLY** was licensed to practice law in Virginia on **JUNE 10, 1968**, after successfully passing the bar examination given by the Virginia Board of Bar Examiners.*

Issued August 6, 2008


Karen A. Gould
Executive Director and
Chief Operating Officer

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

DELTA AIR LINES, INC., et al.,

Debtors.

Chapter 11
Case No. 05-17923 (ASH)
(Jointly Administered)

BELL ATLANTIC TRICON LEASING
CORPORATION and VERIZON CAPITAL
CORP.,

Appellants,

- against -

08 Civ. 6879 (RMB)

**ORDER FOR ADMISSION OF
BENJAMIN C. ACKERLY
PRO HAC VICE
ON WRITTEN MOTION**

DELTA AIR LINES, INC. and POST-EFFECTIVE :
DATE COMMITTEE OF DELTA AIR LINES, :
INC., :

Appellees.

Upon the motion of Scott H. Bernstein attorney for Bell Atlantic Tricon Leasing Corporation and Verizon Capital Corp. and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

Applicant's Name: Benjamin C. Ackerly

Firm Name: Hunton & Williams LLP

Address: Riverfront Plaza, East Tower, 951 East Byrd Street

City/State/Zip: Richmond, Virginia 23219-4074

Telephone/Fax: (804) 788-8479

Email Address: backerly@hunton.com

is admitted to practice *pro hac vice* as counsel for Bell Atlantic Tricon Leasing Corporation and Verizon Capital Corp. in the above-captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the *pro hac vice* fee to the Clerk of Court.

Dated: August __, 2008
City, State: New York, New York

United States District/Magistrate Judge